
DRAFT STATUTORY INSTRUMENTS

2024 No.

The Registered Office Address
(Rectification of Register) Regulations 2024

Part 8

Effect of change to default address

Suspension of duties about making records available for inspection

16.—(1) Where the registrar changes the address of a company’s registered office from an address which is not a default address to a default address, the following duties do not apply in relation to the company during the suspension period (see paragraphs (2) and (3))—

- (a) the duty under any of the following sections of the Act to make company records available for inspection—
 - (i) section 114 (register of members);
 - (ii) section 162 (register of directors);
 - (iii) section 228 (directors’ service contracts or memorandum of terms);
 - (iv) section 237 (directors’ indemnities);
 - (v) section 275 (register of secretaries);
 - (vi) section 358 (records of resolutions etc);
 - (vii) section 388 (accounting records);
 - (viii) section 702 (contracts relating to the purchase of own shares);
 - (ix) section 720 (directors’ statement and auditor’s report to be available for inspection);
 - (x) section 743 (register of debenture holders);
 - (xi) section 790N (register to be kept available for public inspection);
 - (xii) section 805 (report to members of outcome of investigation by public company into interests in its shares);
 - (xiii) section 809 (register of interests in shares disclosed to public company), and
 - (xiv) sections 859P and 859Q (instruments creating and amending charges);
- (b) the duty to display a company’s issuer register of members and its register of uncertificated shares under paragraph 6 of Schedule 4 to the Uncertificated Securities Regulations 2001⁽¹⁾;
- (c) the duty to display a company’s registered name at the company’s registered office under regulation 21(1)(a) of the Company, Limited Liability Partnership and Business (Names and Trading Disclosures) Regulations 2015⁽²⁾ (“the 2015 Regulations”);

⁽¹⁾ S.I. 2001/3755. Amended by article 2(21)(g) to (l) of S.I. 2009/1889.

⁽²⁾ S.I. 2015/17.

- (d) the duty under regulation 25 of the 2015 Regulations to state information about the company's registered office in descriptions of document or communication specified in regulation 25(1), and
 - (e) the duty under regulation 27 of the 2015 Regulations to provide information about a company's registered office on request to those persons the company deals with in the course of business.
- (2) The "suspension period" means the period of 28 days beginning with the day on which the change referred to in paragraph (1) was made, unless an appeal is brought within that period.
- (3) If an appeal is brought within that period, the "suspension period" is whichever of the following ends later—
- (a) the period mentioned in paragraph (2), and
 - (b) the period beginning with the day on which the change is made and ending with—
 - (i) the end of the period of 7 days beginning with the day on which the appeal is finally determined in the registrar's favour;
 - (ii) the end of the period of 7 days beginning with the day on which a new address is registered at the direction of the court following final determination of the appeal in the applicant's favour, or
 - (iii) the day on which the appeal is withdrawn.